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To whom it may concern:

14 July 2026

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(Code No.: 7269, Prime Market of Tokyo Stock Exchange)
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Notice regarding the Disposal of Treasury Shares as Performance-Based Restricted Stock Remuneration

SUZUKI MOTOR CORPORATION (hereinafter referred to as the "Company") hereby announces that, at the meeting of the Board of Directors held today, it was resolved to dispose of treasury shares as performance-based restricted stock Remuneration (the "Disposal of Treasury Shares"). The details are as follows.

1. Outline of the Disposal

(1) Disposal date	3 August 2026
(2) Class and number of shares to be disposed	109,900 shares of the Company's ordinary shares
(3) Disposal price	2,029.5 yen per share
(4) Total disposal price	223,042,050 yen
(5) Persons eligible for allotment, the number thereof, and the number of shares to be allotted	Four (4) directors of the Company (*) 109,900 shares *Excluding outside directors

2. Purpose and Reason for the Disposal

The Company has introduced a performance-based restricted stock Remuneration system (hereinafter referred to as the "System") for Directors of the Company (excluding outside directors; hereinafter referred to as the "Eligible Directors") in order to further enhance the incentive effect for achieving the management goals set forth in its Mid-Term Management Plan, "By Your Side" and improving the Company's medium- to long-term corporate value, and to increase shared values with the Company's Shareholders. Under the System, the Company will deliver ordinary shares of the Company (hereinafter referred to as the "Shares") which shall be subject to certain period of transfer restrictions and provisions concerning acquisition without consideration by the Company (hereinafter referred to as the "Restricted Shares") in accordance with the degree of achievement of financial and non-financial performance indicators for each fiscal year as the performance evaluation period (hereinafter referred to as the "Eligible Period"), within a certain period after the Eligible Period. In addition, at the 159th Ordinary General Meeting of Shareholders held on 27 June 2025, the Company received approval for the annual amount of monetary remuneration rights to be paid to the Eligible Directors for the allotment of Restricted Shares to be within 500 million yen, and for the maximum number of the Shares to be issued or disposed of shall be 400,000 shares per year.

Today, the Board of Directors resolved to pay a total of 223,042,050 yen in monetary remuneration rights to the four (4) Eligible Directors (hereinafter referred to as the "Allottees") as the Performance-Based Restricted Stock Remuneration with the Eligible Period from 1 April 2025 to 31 March 2026 (the Company's 160th business year), and allot 109,900 shares of the Shares, provided that the Allottee pays the entire amount of such monetary remuneration rights in kind. In addition, the above monetary remuneration rights shall be paid on the condition that the Eligible Directors agree to the above in-kind contribution and conclude a performance-based restricted stock subscription agreement containing the provisions set forth in 3(4) below. The Company believes that the scale of share dilution is reasonable in light of the purpose of the System, because the size of the share dilution in the Disposal of Treasury Shares is minor being 0.01% of the outstanding 1,964,586,400 shares as of 31 March 2026 (round to three decimal places).

3. Outline of the System

(1) Method of calculating the number of Shares to be delivered

The number of Shares to be delivered to each Eligible Director shall be the sum of (i) and (ii) below, and the number of shares less than 100 shares shall be rounded down.

(i) Reference number of Shares to be delivered (*1) × 90% × TSR evaluation factor (*2)
(Any fractional share less than one share shall be rounded down.)

(ii) Reference number of Shares to be delivered (*1) × 10% × evaluation factor other than TSR (*3)
(Any fractional share less than one share shall be rounded down.)

*1 Reference number of Shares to be delivered

Position	Number of shares	Number of persons
President and Representative Director	56,000 shares	1
Executive Vice President and Representative Director	30,000 shares	1
Director, Executive Vice President	20,000 shares	1
Director, Senior Managing Officer	16,000 shares	2

Note: The "Number of persons" above refers to the number of Eligible Directors as of 27 June 2025.
No Restricted Shares will be delivered to one (1) Director, Senior Managing Officer, as such director retired due to the expiration of the term of office upon the conclusion of the 160th Ordinary General Meeting of Shareholders.

*2 TSR evaluation factor

Company's TSR ÷ TOPIX growth rate including dividends

$$\text{Company's TSR} = \frac{\text{Average closing share price in the last month of the Eligible Period (March) + total dividend for the Eligible Period}}{\text{Average closing price in the month prior to the start of the Eligible Period (March)}}$$

$$\text{TOPIX growth rate including dividends} = \frac{\text{Average closing price of TOPIX including dividends for the last month of the Eligible Period (March)}}{\text{Average closing price of TOPIX including dividends for the month prior to the start of the Eligible Period (March)}}$$

If the factor calculated under *2 exceeds 110%, it shall be capped at 110%, and if it falls below 90%, it shall be floored at 90%.

*3 Performance evaluation factor other than TSR

Consolidated operating profit per person (excluding foreign exchange effects) for the Eligible Period÷the consolidated operating profit per person for the previous fiscal year.

If the factor calculated under *3 exceeds 110%, it shall be capped at 110%, and if it falls below 90%, it shall be floored at 90%.

(2) Method of calculating the amount of monetary remuneration rights to be paid to the Eligible Directors

The amount of monetary remuneration rights to be paid to each Eligible Director shall be the amount calculated by multiplying the individual number of Shares to be delivered to such Eligible Director, as calculated in accordance with (1) above, and the closing price of the Shares on the Tokyo Stock Exchange on the business day, immediately prior to the date of the resolution of the Board of Directors for the allocation of Restricted Shares (or, if no trading was conducted on that day, the closing price on the immediately preceding trading day).

(3) Requirements for delivery

Upon the end of an Eligible Period and if the following delivery requirements are met, monetary remuneration rights shall be paid to each Eligible Director, who will receive Restricted Shares by contributing all of the monetary remuneration rights in kind. Restricted Shares shall be allocated by the Company through the issuance of new shares or the disposal of treasury shares. The amount to be paid shall be determined by the Board of Directors to be an amount that will not be particularly advantageous to each Eligible Director, based on the closing price of the ordinary shares of the Company on the Tokyo Stock Exchange on the business day immediately prior to the day of the resolution of the Board of Directors for the allocation of Restricted Shares (or, if no trading was conducted on that day, the closing price on the immediately preceding trading day).

(i) The Eligible Director must have continuously held the position of a Director of the Company during the term of office for which the Restricted Shares are to be allocated. This period shall be from the date of the Ordinary General Meeting of Shareholders for the previous fiscal year to the day before the date of the Ordinary General Meeting of Shareholders for the relevant fiscal year.

(ii) The Eligible Director must not have committed any certain acts of misconduct as determined by the Board of Directors.

(iii) The Eligible Director must satisfy other requirements deemed necessary by the Board of Directors.

Notwithstanding (i) above, if there are any Eligible Directors who newly assume office during the Eligible Period, the number of Shares to be delivered to such Eligible Directors shall be reasonably adjusted. Also, notwithstanding (i) above, if there are any Eligible Directors who retire from their position as a Director of the Company for reasons such as the expiration of their term of office or other reasons deemed valid by the Board of Directors before the Restricted Shares are granted, the Company may, in lieu of granting the Restricted Shares, pay the relevant Eligible Director an amount of money reasonably determined by the Board of Directors as equivalent to the amount of the monetary remuneration rights, within 500 million yen, the annual amount of remuneration under the System described above.

(4) Outline of the performance-based restricted stock subscription agreement

(i) Details of the Transfer Restrictions

Allottees may not transfer, pledge, grant a security interest in, or otherwise dispose of the Restricted Shares allocated to them to any third party (hereinafter referred to as a “Transfer Restriction”) during the period from the date of allotment of the Restricted Shares to the date of retirement from the position of a Director of the Company (hereinafter referred to as the “Transfer Restriction Period”).

(ii) Acquisition of Restricted Shares for no consideration

If an Allottee who has been allocated Restricted Shares retires from their position as a Director of the Company, the Company shall, unless the Board of Directors finds that there are valid reasons not to do so, rightfully acquire the allocated Restricted Shares for no consideration.

(iii) Removal of Transfer Restrictions

The Company shall remove Transfer Restrictions on all Restricted Shares allocated at the time of expiration of the Transfer Restriction Period. However, if the relevant Allottee retires from their position as a Director of the Company before the expiry of the Transfer Restriction Period for reasons deemed valid by the Board of Directors, the timing of the removal of the Transfer Restrictions shall be adjusted reasonably as necessary.

(iv) Handling in the event of organizational restructuring, etc.

During the Transfer Restriction Period, if an agenda item concerning a merger in which the Company is the dissolving company or other kinds of organizational restructuring is approved by the General Meeting of Shareholders of the Company (or, if approval by the General Meeting of Shareholders of the Company is not required for such organizational restructuring, by the Board of Directors), the Company shall remove the Transfer Restriction on all Restricted Shares allocated to Shareholders prior to the effective date of such organizational restructuring.

(v) Malus and clawback clause

During the Transfer Restriction Period and after the removal of Transfer Restrictions, if the Board of Directors determines that an Allottee has committed an illegal act or violation of laws and regulations, etc., the Company may request the Allottee to return all or part of the Restricted Shares or the Shares for which Transfer Restrictions have been removed.

(vi) Provisions concerning management of shares

The Allottee shall complete the opening of an account with SMBC Nikko Securities Inc., to enter or record the Allotted Shares in the manner designated by the Company and shall maintain and manage the Allotted Shares in such account up to the removal of the Transfer Restrictions.

4. Basis for Calculation of the Amount to Be Paid and Description of Details

With respect to the disposal price for the Disposal of Treasury Shares, it has been set at 2,029.5 yen, which is the closing price of the Shares on the Tokyo Stock Exchange as of the business day immediately prior to the day of resolution of the Board of Directors (13 July 2026), in order to determine the disposal price in a non-arbitrary way. This is the market share price immediately prior to the day of resolution of the Board of Directors, and the Company considers it to be reasonable and does not constitute an amount that is particularly advantageous to the Allottees.

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